



NORTH AMERICAN CAR CORPORATION

33 West Monroe
Chicago, IL U.S.A. 60603
Telephone 312.853.5000
Telex #255222

November 19, 1982

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. *9462-C* Filed 1425

NOV 29 1982 - 9 15 AM

INTERSTATE COMMERCE COMMISSION

2-333A 010
No. *NOV 29 1982*
Date
Fee \$ *10.00*
ICC Washington, D. C.

Dear Secretary:

I have enclosed several originals of the document described below, to be recorded pursuant to Section 11303 of title 49 of the U.S. Code.

This document is a Supplemental Trust Agreement, a secondary document, dated as of November 9, 1982.

The primary document to which this document is connected is recorded under recordation no. 9462.

The names and addresses of the parties are:

Obligor: North American Car Corporation
33 West Monroe Street
Chicago, Illinois 60603

Trustee: Continental Illinois National Bank
and Trust Company of Chicago, as Trustee
30 North LaSalle Street
Chicago, Illinois

Attn: Corporate Trust Department

The Equipment covered by the document is described therein.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the messenger delivering this letter.

A short summary of the document to appear in the index follows:

→ *Restatement of numbers covered* ←

Supplemental Trust Agreement to an Equipment Trust Agreement with Recordation No. 9462, dated as of November 9, 1982, between North American Car Corporation, and Continental Illinois National Bank and Trust Company of Chicago, as Trustee, as Trustee, restating the equipment covered in said Equipment Trust Agreement.

Very truly yours,

J. P. Frett
Jerome P. Frett

Director-Treasury Administration

Enclosures

NOV 29 9 06 AM '82
RECEIVED
FEE OPERATION BR.

9462-C Rec No 9462-C

RECORDATION NO. 9462-C Filed 1425

NOV 29 1982-9 15 AM

SUPPLEMENTAL TRUST AGREEMENT

INTERSTATE COMMERCE COMMISSION

Dated as of November 9, 1982

THIS SUPPLEMENTAL TRUST AGREEMENT dated as of November 9, 1982, between NORTH AMERICAN CAR CORPORATION (the "Company") and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Trustee (the "Trustee");

W I T N E S S E T H :

WHEREAS the Company has heretofore executed and delivered to the Trustee an Equipment Trust Agreement dated as of June 20, 1978 (the "Trust Agreement"), providing for the issue of its 9¼% Equipment Trust Certificates, First 1978 Series due June 30, 1998 (the "Trust Certificates"), in the aggregate principal amount of \$30,000,000, a true copy of which Trust Agreement is, if the Trustee so directs, annexed hereto as Appendix B, the terms and provisions of which Trust Agreement are incorporated by reference herein, and the definitions provided in said Trust Agreement are hereby extended to apply to all capitalized terms used herein and not otherwise herein defined; and

WHEREAS the Company desires to effect a substitution under the Trust Agreement for certain of the Trust Equipment which has become worn out, sold, unsuitable for use, lost or destroyed; and

WHEREAS the parties hereto desire to amend Attachment A to the Trust Agreement so as to give effect to such substitution;

NOW, THEREFORE, in consideration of the premises and of the sum of One Dollar (\$1.00) duly paid to it by the Trustee on execution of these presents, the receipt and sufficiency of which is hereby acknowledged, the Company and the Trustee covenant and agree for the equal and proportionate benefit of the respective holders from time to time of the Trust Certificates, as follows:

Attachment A to the Trust Agreement is hereby amended in its entirety to be and read as set forth in Appendix A hereto.

The Trustee accepts the provisions hereof but only upon the terms and conditions set forth in the Trust Agreement as amended hereby.

Except for the amendment of Attachment A as provided herein, the Trust Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect. This Supplemental Trust Agreement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

Except for the amendment of Attachment A as provided herein, this Supplemental Trust Agreement shall not supersede, displace or invalidate any prior recordation of the Trust Agreement under any laws of any province of Canada. The Company is hereby appointed the agent of the Trustee for the purpose of taking delivery of any Equipment being delivered in substitution for Equipment, cash, or letters of credit being released in connection herewith.

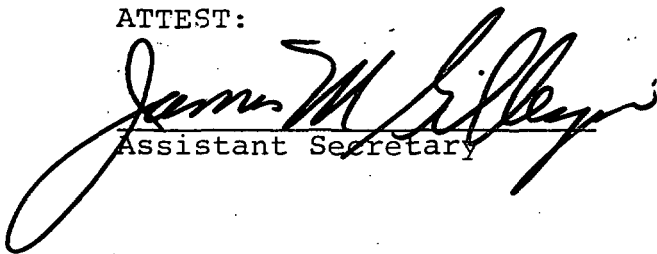
The provisions of this Supplemental Trust Agreement and all the rights and obligations of the parties hereunder, shall be governed by and construed in accordance with the laws of the State of Illinois. The Company hereby waives and releases all its rights, benefits, and protection given it by Sections 23 through 28 (both inclusive) of the Chattel Mortgage Act of the Province of British Columbia, and amendments thereto, and by Sections 19 through 24 (both inclusive) of the Sale of Goods on Condition Act of the Province of British Columbia, and amendments thereto.

IN WITNESS WHEREOF, the Company and the Trustee have caused this Supplemental Trust Agreement to be executed by their respective officers, duly authorized, and have caused their respective corporate seals, duly attested, to be hereunto affixed, as of the day and year first above written.

NORTH AMERICAN CAR CORPORATION

By 
Vice President

ATTEST:


Assistant Secretary

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO, as
Trustee

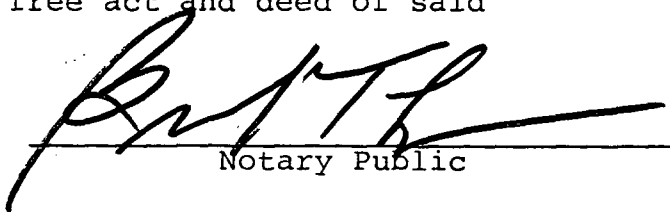
By 
Its Vice President

ATTEST:


Its TRUST OFFICER

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 9th day of November, 1982, ~~1981~~, before me personally appeared Paul M. O'Hara, to me personally known, who, being by me duly sworn, says that he is a Vice President of NORTH AMERICAN CAR CORPORATION, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was on November 9, 1982, 1981, signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

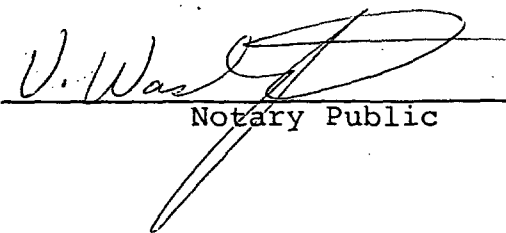
My Commission Expires:

July 21, 1986

(S E A L)

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 22nd day of November, ¹⁹⁸²~~1981~~, before me personally appeared M. J. Krugen, to me personally known, who, being by me duly sworn, says that he is a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said national banking association and that said instrument was on November 22, 1982 signed and sealed on behalf of said national banking association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.



Notary Public

My Commission Expires:

My Commission Expires July 2, 1984

(S E A L)

NORTH AMERICAN CAR CORPORATION
EQUIPMENT TRUST
FIRST 1978 SERIES

PAGE 1
Appendix A

QUANT.	FROM	TO	SERIAL #	CAR INIT	RUNNING # FROM	TO	CAR TYPE	MECH DESN	AAR CODE	TRUCK CAPACITY	DESCRIPTION
9	016101	016109	NATX 016101	016109	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
1	016111	016115	NATX 016111	016115	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
4	016112	016117	NATX 016112	016117	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
6	016117	016122	NATX 016117	016122	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
1	016123	016128	NATX 016123	016128	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
5	016124	016130	NATX 016124	016130	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
8	016130	016137	NATX 016130	016137	TANK	T	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
1	016139	016876	NATX 016139	016876	TANK	TLI	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
3	016876	016878	NATX 016876	016878	TANK	TLI	1104	TON	16,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
1	016879	016900	NATX 016879	016900	TANK	TLI	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
21	016880	027475	NATX 016880	027475	TANK	TLI	1104	TON	17,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
25	027475	029552	NATX 027475	029552	TANK	TLI	1107	TON	31,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
3	029550	029552	NATX 029550	029552	TANK	TLI	1107	TON	31,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
1	029553	029569	NATX 029553	029569	TANK	TLI	1107	TON	31,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
16	029554	029599	NATX 029554	029599	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
25	029575	033470	NATX 029575	033470	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
4	033467	033470	NATX 033467	033470	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
18	033474	033491	NATX 033474	033491	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
26	035500	035525	NATX 035500	035525	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
14	035527	035540	NATX 035527	035540	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
1	035586	035593	NATX 035586	035593	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
6	035588	035593	NATX 035588	035593	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
2	035595	035600	NATX 035595	035600	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
29	035600	035628	NATX 035600	035628	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
2	035631	035632	NATX 035631	035632	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
1	035641	035645	NATX 035641	035645	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
5	035645	035649	NATX 035645	035649	TANK	TLI	1108	TON	34,000	GALLON CAPACITY	DOT SPEC. DOT111A100M1
1	058731	058740	NAHX 058731	058740	HOPPER	LO	1254	TON	6,000	CUBIC FEET	DOT SPEC. DOT111A100M3
9	058732	058758	NAHX 058732	058758	HOPPER	LO	1254	TON	6,000	CUBIC FEET	DOT SPEC. DOT111A100M3
8	058751	058758	NAHX 058751	058758	HOPPER	LO	1254	TON	6,000	CUBIC FEET	DOT SPEC. DOT111A100M3
1	058781	058799	NAHX 058781	058799	HOPPER	LO	1254	TON	6,000	CUBIC FEET	DOT SPEC. DOT111A100M3
16	058784	058801	NAHX 058784	058801	HOPPER	LO	1254	TON	6,000	CUBIC FEET	DOT SPEC. DOT111A100M3
23	058801	058823	NAHX 058801	058823	HOPPER	LO	1254	TON	6,000	CUBIC FEET	DOT SPEC. DOT111A100M3
1	063852	063855	NAHX 063852	063855	HOPPER	LO	1153	TON	5,000	CUBIC FEET	DOT SPEC. DOT111A100M3
3	063853	063856	NAHX 063853	063856	HOPPER	LO	1153	TON	5,000	CUBIC FEET	DOT SPEC. DOT111A100M3
1	063856	063873	NAHX 063856	063873	HOPPER	LO	1153	TON	5,000	CUBIC FEET	DOT SPEC. DOT111A100M3
17	063857	072405	CNM 190667	190683	HOPPER	LO	1153	TON	21,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
1	072336	072405	NATX 072336	072405	TANK	TLI	1105	TON	21,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
68	072338	072405	NATX 072338	072405	TANK	TLI	1105	TON	21,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
1	077025	077025	NATX 077025	077025	TANK	TLI	1106	TON	24,000	GALLON CAPACITY	DOT SPEC. DOT111A100M3
2	093657	093658	NAHX 093657	093658	HOPPER	LO	1651	TON	3,000	CUBIC FEET	DOT SPEC. DOT111A100M3
11	093675	093685	NAHX 093675	093685	HOPPER	LO	1651	TON	3,000	CUBIC FEET	DOT SPEC. DOT111A100M3
3	093688	093690	NAHX 093688	093690	HOPPER	LO	1651	TON	3,000	CUBIC FEET	DOT SPEC. DOT111A100M3

NORTH AMERICAN CAR CORPORATION
EQUIPMENT TRUST
FIRST 1978 SERIES

PAGE 2

QUANT.	SERIAL #		CAR	RUNNING #		CAR	MECH	AAR	TRUCK	DESCRIPTION
	FROM	TO	INIT	FROM	TO	TYPE	DESN	CODE	CAPACITY	
8	093691	093698	BM	005910	005917	HOPPER	LO	L651	TON	3,000 CUBIC FEET
4	093699	093702	NAHX	093699	093702	HOPPER	LO	L651	TON	3,000 CUBIC FEET
3	093703	093705	ATM	093703	093705	HOPPER	LO	L651	TON	3,000 CUBIC FEET
5	093738	093742	NAHX	093738	093742	HOPPER	LO	L651	TON	3,000 CUBIC FEET
4	093768	093771	NAHX	093768	093771	HOPPER	LO	L651	TON	3,000 CUBIC FEET
5	093780	093784	NAHX	093780	093784	HOPPER	LO	L651	TON	3,000 CUBIC FEET
33	478850	478882	KBSR	478850	478882	HOPPER	LO	L153	TON	5,000 CUBIC FEET
104	478883	478986	NAHX	478883	478986	HOPPER	LO	L153	TON	5,000 CUBIC FEET
13	478987	478999	KBSR	478987	478999	HOPPER	LO	L153	TON	5,000 CUBIC FEET
95	479000	479094	NAHX	479000	479094	HOPPER	LO	L153	TON	5,000 CUBIC FEET
71	479096	479166	NAHX	479096	479166	HOPPER	LO	L153	TON	5,000 CUBIC FEET
9	479168	479176	NAHX	479168	479176	HOPPER	LO	L153	TON	5,000 CUBIC FEET
4	479178	479181	NAHX	479178	479181	HOPPER	LO	L153	TON	5,000 CUBIC FEET
20	479183	479202	NAHX	479183	479202	HOPPER	LO	L153	TON	5,000 CUBIC FEET
50	479204	479253	NAHX	479204	479253	HOPPER	LO	L153	TON	5,000 CUBIC FEET
13	479255	479267	NAHX	479255	479267	HOPPER	LO	L153	TON	5,000 CUBIC FEET
99	479269	479367	NAHX	479269	479367	HOPPER	LO	L153	TON	5,000 CUBIC FEET
31	479369	479399	NAHX	479369	479399	HOPPER	LO	L153	TON	5,000 CUBIC FEET

975